



# PUBLIC NOTICE

**Federal Communications Commission**  
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Washington, D.C. 20554

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**DA 20-1324**

**Released: November 6, 2020**

**MEDIA BUREAU ESTABLISHES PLEADING CYCLE FOR APPLICATIONS TO TRANSFER CONTROL OF ION MEDIA NETWORKS, INC., TO SCRIPPS MEDIA, INC., AND DIVESTITURE APPLICATIONS TO ASSIGN LICENSES TO INYO BROADCAST HOLDINGS, LLC, AND ESTABLISHES PERMIT-BUT-DISCLOSE *EX PARTE* STATUS FOR THE PROCEEDING**

**MB Docket No. 20-369**

**Petition to Deny Date: December 7, 2020**

**Opposition Date: December 22, 2020**

**Reply Date: December 29, 2020**

On October 14, 2020, Media HoldCo LP, a wholly-owned subsidiary of ION Media Networks, Inc. (ION), as the Transferee, along with Scripps Media, Inc. (Scripps) as the Transferor, filed applications (Transfer Applications) with the Federal Communications Commission (Commission) seeking consent to the transfer of ION and its broadcast television licensee subsidiaries to Scripps.<sup>1</sup> Concurrently with the filing of those applications, two wholly-owned licensed subsidiaries of ION, ION Media License Company, LLC and ION Television License, LLC, as the Assignors, and INYO Broadcast Holdings, LLC (INYO), as Assignee, filed with the Commission applications for the divestiture assignment of certain ION television licenses to INYO (Divestiture Applications) (collectively, the Applications).

Pursuant to a Merger Agreement, Scripps would acquire ION through a merger of Scripps Faraday Inc., a wholly owned subsidiary of Scripps, into ION such that ION will become a wholly-owned subsidiary of Scripps.<sup>2</sup> Under the terms of the Merger Agreement, Scripps would acquire all outstanding stock and other equity interests in ION for \$2.65 billion in cash. Following the close of the transaction, Scripps would own 100% of the merged company.

Pursuant to a separate Divestiture Asset Purchase Agreement, ION would divest 26 full-power television stations in 24 markets to INYO for \$45 million in cash.<sup>3</sup> Currently pending before the Commission is an application for Scripps to assign WPIX, New York, NY to Mission Broadcasting,<sup>4</sup> and if Scripps does sell WPIX prior to or simultaneously with the closing of the transaction proposed in the Applications, Scripps would retain WPPX-TV, Wilmington, Delaware, KKPX-TV, San Jose, California,

<sup>1</sup> A list of the Applications can be found in the Attachment to this Public Notice. Copies of the Applications are available in the Commission's Consolidated Database System (CDBS).

<sup>2</sup> Applications, Attach. 20, Merger Agreement (dated Sep. 23, 2020); *id.*, Attach. 20, Amendment No 1 to Merger Agreement (dated Oct. 12, 2020).

<sup>3</sup> Applications, Attach. 20, Divestiture Asset Purchase Agreement (dated Sep. 23, 2020); *id.*, Attach. 20, Amendment No 1 to Divestiture Asset Purchase Agreement (dated Oct. 12, 2020).

<sup>4</sup> See File No. BALCDT-20200901AAB (filed Sep. 1, 2020).

and KPXM-TV, St. Cloud, Minneapolis, resulting in INYO acquiring 23 stations in 21 markets for \$30 million.<sup>5</sup> The merger of Scripps and ION and the divestiture to INYO would occur simultaneously, and at no time would Scripps exercise control of the divestiture stations.<sup>6</sup>

The national television ownership rule prohibits a single entity from owning television stations that, in the aggregate, reach more than 39 percent of the total television households in the United States after taking into account a 50 percent discount to UHF stations (UHF Discount).<sup>7</sup> The Applications state that if Scripps continues to own WPIX-TV as of the consummation of the transaction, Scripps will have a national audience reach of 38.9%.<sup>8</sup> Although Scripps and ION collectively own stations in several markets where common ownership of the combined stations would exceed the limits imposed by the Commission's local television ownership rule, the Applications state that the proposed divestiture to INYO would ensure that following the transaction, neither Scripps nor INYO would own stations in violation of the local television ownership rule.<sup>9</sup> The Applicants also request the reauthorization of three previously-granted satellite waivers for ION in the Washington, D.C.; Boston; and Greenville-New Bern-Washington designated market areas.<sup>10</sup>

### **EX PARTE STATUS OF THIS PROCEEDING**

In order to assure the staff's ability to discuss and obtain information needed to resolve the issues presented, by this Public Notice and pursuant to section 1.1200(a) of the Commission's rules,<sup>11</sup> we establish a docket for this proceeding and announce that the *ex parte* procedures applicable to permit-but-disclose proceedings will govern our consideration of these applications.<sup>12</sup>

The proceeding in this Public Notice shall be treated as a "permit-but-disclose" proceeding in accordance with the Commission's *ex parte* rules.<sup>13</sup> Persons making *ex parte* presentations must file a copy of any written presentation or a memorandum summarizing any oral presentation within two business days after the presentation (unless a different deadline applicable to the Sunshine period applies). Persons making oral *ex parte* presentations are reminded that memoranda summarizing the presentation must (1) list all persons attending or otherwise participating in the meeting at which the *ex parte* presentation was made, and (2) summarize all data presented and arguments made during the presentation. If the presentation consisted in whole or in part of data or arguments already reflected in the presenter's written comments, memoranda, or other filings in the proceeding, then the presenter may provide citations to such data or arguments in his or her prior comments, memoranda, or other filings (specifying the relevant page and/or paragraph numbers where such data or arguments can be found) in lieu of summarizing them in the memorandum. Documents shown or given to Commission staff during *ex parte* meetings are deemed to be written *ex parte* presentations and must be filed consistent with rule

<sup>5</sup> Comprehensive Exhibit at 1-2 n.2.

<sup>6</sup> Comprehensive Exhibit at 3.

<sup>7</sup> See 47 CFR § 73.3555(b)(e)(1) and (2).

<sup>8</sup> Comprehensive Exhibit at 25. If Scripps sells WPIX prior to or simultaneously with the consummation of the Transaction and therefore retains WPPX-TV, KKPX-TV, and KPXM-TV, Scripps would have a national audience reach of 38.9%. *Id.* at 25 n.15. Following consummation of the divestiture, INYO will have a national audience reach of 11.3%, but if WPIX is sold prior to closing and Scripps retains those three stations, INYO will have a national audience reach of 8.1%. *Id.* at 29 & n.32.

<sup>9</sup> *Id.* at 25; 47 CFR § 73.3555(b)(1).

<sup>10</sup> Comprehensive Exhibit at 28-29.

<sup>11</sup> 47 CFR § 1.1200(a).

<sup>12</sup> See *id.* § 1.1206.

<sup>13</sup> 47 CFR § 1.1200 *et seq.*

1.1206(b).<sup>14</sup> Participants in this proceeding should familiarize themselves with the Commission's *ex parte* rules.<sup>15</sup> We strongly urge parties to use the Electronic Comment Filing System (ECFS) to file *ex parte* submissions. All *ex parte* filings must be clearly labeled as such and must reference MB Docket No. 20-369.

#### GENERAL INFORMATION

The applications for transfer of control of licenses referred to in this Public Notice have been accepted for filing upon initial review. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules or policies. Interested persons must file petitions to deny no later than **December 7, 2020**. Oppositions to petitions to deny must be filed no later than **December 22, 2020**. Replies must be filed no later than **December 29, 2020**. Persons and entities that file petitions to deny become parties to the proceeding.

To allow the Commission to consider fully all substantive issues regarding the applications in as timely and efficient a manner as possible, petitioners and commenters should raise all issues in their initial filings. Replies may only address matters raised in oppositions.<sup>16</sup> A party or interested person seeking to raise a new issue after the pleading cycle has closed must show good cause why it was not possible for it to have raised the issue previously.<sup>17</sup> Submissions after the pleading cycle has closed that seek to raise new issues based on new facts or newly discovered facts should be filed within 15 days after such facts are discovered. Absent such a showing of good cause, any issues not timely raised may be disregarded by the Commission.

All filings concerning matters referenced in this Public Notice should refer to MB Docket No. 20-369, as well as the specific file numbers of the individual applications or other matters to which the filings pertain.

Submissions in this matter may be filed electronically (i.e., through ECFS) or by filing paper copies.

- Electronic Filers: Comments may be filed electronically using the Internet by accessing the ECFS: <http://apps.fcc.gov/ecfs/>.
- Paper Filers: Parties who choose to file by paper must file an original and one copy of each filing.
- Filings can be sent by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail. All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.
  - Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9050 Junction Drive, Annapolis Junction, MD 20701.
  - Postal Service first-class, Express, and Priority mail must be addressed to 45 L Street, NE, Washington DC 20554.

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<sup>14</sup> 47 CFR § 1.1206(b)

<sup>15</sup> *Id.*

<sup>16</sup> *Id.* § 1.45(c).

<sup>17</sup> *See id.* §§ 1.46(a) and 73.3584(e).

- Effective March 19, 2020, and until further notice, the Commission no longer accepts any hand or messenger delivered filings. This is a temporary measure taken to help protect the health and safety of individuals, and to mitigate the transmission of COVID-19.<sup>18</sup>
- During the time the Commission's building is closed to the general public and until further notice, if more than one docket or rulemaking number appears in the caption of a proceeding, paper filers need not submit two additional copies for each additional docket or rulemaking number; an original and one copy are sufficient.

**In addition, one copy of each submission must be sent to the following:**

- David Brown, Video Division, Media Bureau, e-mail [David.Brown@fcc.gov](mailto:David.Brown@fcc.gov)
- Jeremy Miller, Video Division, Media Bureau, e-mail [Jeremy.Miller@fcc.gov](mailto:Jeremy.Miller@fcc.gov)
- Jim Bird, Transaction Team, Office of General Counsel, e-mail [Jim.Bird@fcc.gov](mailto:Jim.Bird@fcc.gov)

Any submission that is e-mailed to David Brown, Jeremy Miller, and Jim Bird should include in the subject line of the e-mail: (1) MB Docket No. 20-369; (2) the name of the submitting party; (3) a brief description or title identifying the type of document being submitted (*e.g.*, MB Docket No. 20-369, Scripps/ION/INYO Merger, *Ex Parte* Notice).

*People with Disabilities.* To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to [fcc504@fcc.gov](mailto:fcc504@fcc.gov) or call the Consumer & Governmental Affairs Bureau at (202) 418-0530 (voice), (202) 418-0432 (TTY).

*Availability of Documents.* Documents in this proceeding are available electronically through ECFS, which will provide hyperlinks to the applications in CDBS. ECFS may be accessed on the Commission's Internet website at <http://www.fcc.gov>. Parties unable to access ECFS should contact Jeremy Miller at (202) 418-1507.

For further information, contact David Brown at (202) 418-1645 or Jeremy Miller at (202) 418-1507. For press inquiries, contact Janice Wise at (202) 418-8165.

This action is taken by the Chief, Media Bureau, pursuant to authority delegated by sections 0.61 and 0.283 of the Commission's rules.<sup>19</sup>

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<sup>18</sup> See *FCC Announces Closure of FCC Headquarters Open Window and Change in Hand-Delivery Policy*, Public Notice, 35 FCC Red 2788 (2020).

<sup>19</sup> 47 CFR §§ 0.61 and 0.283.

Attachment**LICENSES TO BE TRANSFERRED***Transfer of Control from ION Media Boston License, LLC to Scripps Media, Inc.*

<b>Call Sign</b>	<b>Facility ID No.</b>	<b>Community of License</b>	<b>Licensee</b>	<b>Application File Nos.</b>
WBPX-TV	7692	Boston, MA	ION MEDIA BOSTON LICENSE, LLC	BTCCDT-20201013ACH
WDPX-TV	6476	Woburn, MA	ION MEDIA BOSTON LICENSE, LLC	BTCCDT-20201013ACI
WPXG-TV	48406	Concord, NH	ION MEDIA BOSTON LICENSE, LLC	BTCCDT-20201013ACJ

*Transfer of Control from ION Media License Company, LLC to Scripps Media, Inc.*

<b>Call Sign</b>	<b>Facility ID No.</b>	<b>Community of License</b>	<b>Licensee</b>	<b>Application File Nos.</b>
KILM(TV)	63865	Inglewood, CA	ION MEDIA LICENSE COMPANY, LLC	BTCCDT-20201013ABV
KPXR-TV	21156	Cedar Rapids, IA	ION MEDIA LICENSE COMPANY, LLC	BTCCDT-20201013ABW
KWPX-TV	56852	Bellevue, WA	ION MEDIA LICENSE COMPANY, LLC	BTCCDT-20201013ABX
WFPX-TV	21245	Archer Lodge, NC	ION MEDIA LICENSE COMPANY, LLC	BTCCDT-20201013ABY
WIPL(TV)	48408	Lewiston, ME	ION MEDIA LICENSE COMPANY, LLC	BTCCDT-20201013ABZ
WNPX-TV	28468	Franklin, TN	ION MEDIA LICENSE COMPANY, LLC	BTCCDT-20201013ACA
WPXM-TV	48608	Miami, FL	ION MEDIA LICENSE COMPANY, LLC	BTCCDT-20201013ACB
WPXN-TV	73356	New York, NY	ION MEDIA LICENSE COMPANY, LLC	BTCCDT-20201013ACC
WPXR-TV	70251	Roanoke, VA	ION MEDIA LICENSE COMPANY, LLC	BTCCDT-20201013ACD
WRBU(TV)	57221	East St. Louis, MO	ION MEDIA LICENSE COMPANY, LLC	BTCCDT-20201013ACE
WXPX-TV	6601	Bradenton, FL	ION MEDIA LICENSE COMPANY, LLC	BTCCDT-20201013ACF
WZRB(TV)	136750	Columbia, SC	ION MEDIA LICENSE COMPANY, LLC	BTCCDT-20201013ACG

*Transfer of Control from ION Television License, LLC to Scripps Media, Inc.*

Call Sign	Facility ID No.	Community of License	Licensee	Application File Nos.
KFPX-TV	81509	Newton, IA	ION TELEVISION LICENSE, LLC	BTCCDT-20201013AAO
KKPX-TV	22644	San Jose, CA	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABS
KMCC(TV)	41237	Laughlin, NV	ION TELEVISION LICENSE, LLC	BTCCDT-20201013AAP
KPXB-TV	58835	Conroe, TX	ION TELEVISION LICENSE, LLC	BTCCDT-20201013AAQ
KPXD-TV	68834	Arlington, TX	ION TELEVISION LICENSE, LLC	BTCCDT-20201013AAR
KPXG-TV	5801	Salem, OR	ION TELEVISION LICENSE, LLC	BTCCDT-20201013AAS
KPXL-TV	61173	Uvalde, TX	ION TELEVISION LICENSE, LLC	BTCCDT-20201013AAT
KPXM-TV	35907	St. Cloud, MN	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABT
KPXN-TV	58978	San Bernardino, CA	ION TELEVISION LICENSE, LLC	BTCCDT-20201013AAU
KSPX-TV	52953	Sacramento, CA	ION TELEVISION LICENSE, LLC	BTCCDT-20201013AAV
KTPX-TV	7078	Okmulgee, OK	ION TELEVISION LICENSE, LLC	BTCCDT-20201013AAW
KUPX-TV	57884	Provo, UT	ION TELEVISION LICENSE, LLC	BTCCDT-20201013AAX
WCPX-TV	10981	Chicago, IL	ION TELEVISION LICENSE, LLC	BTCCDT-20201013AAY
WEPX-TV	81508	Greenville, NC	ION TELEVISION LICENSE, LLC	BTCCDT-20201013AAZ
WINP-TV	41314	Pittsburgh, PA	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABA
WKOI-TV	67869	Richmond, VA	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABB
WLPX-TV	73189	Charleston, WV	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABC
WOPX-TV	67602	Melbourne, FL	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABD
WPPX-TV	51984	Wilmington, DE	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABU
WPXA-TV	51969	Rome, GA	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABE
WPXC-TV	71236	Brunswick, GA	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABF
WPXE-TV	37104	Kenosha, WI	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABG
WPXK-TV	52628	Jellico, TN	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABH

WPXL-TV	21729	New Orleans, LA	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABI
WPXQ-TV	50063	Newport, RI	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABJ
WPXU-TV	37971	Jacksonville, FL	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABK
WPXW-TV	74091	Manassas, VA	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABL
WQPX-TV	64690	Scranton, PA	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABM
WRPX-TV	20590	Rocky Mountain, NC	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABN
WSFJ-TV	11118	London, OH	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABO
WSPX-TV	64352	Syracuse, NY	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABP
WTPX-TV	86496	Antigo, WI	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABQ
WWPX-TV	23264	Martinsburg, WV	ION TELEVISION LICENSE, LLC	BTCCDT-20201013ABR

***Divestiture Assignment from ION Media License Company, LLC to INYO Broadcast Holdings, LLC***

<b>Call Sign</b>	<b>Facility ID No.</b>	<b>Community of License</b>	<b>Licensee</b>	<b>Application File Nos.</b>
KTRV-TV	28230	Nampa, ID	ION MEDIA LICENSE COMPANY, LLC	BALCDT-20201013ACK
WLWC(TV)	3978	New Bedford, MA	ION MEDIA LICENSE COMPANY, LLC	BALCDT-20201013ACL
WPXD-TV	5800	Ann Arbor, MI	ION MEDIA LICENSE COMPANY, LLC	BALCDT-20201013ACM
WPXH-TV	73312	Hoover, AL	ION MEDIA LICENSE COMPANY, LLC	BALCDT-20201013ACN
WPXV-TV	67077	Norfolk, VA	ION MEDIA LICENSE COMPANY, LLC	BALCDT-20201013ACO

*Divestiture Assignment from ION Television License, LLC to INYO Broadcast Holdings, LLC*

Call Sign	Facility ID No.	Community of License	Licensee	Application File Nos.
KGPX-TV	81694	Spokane, WA	ION TELEVISION LICENSE, LLC	BALCDT-20201013ACP
KKPX-TV	22644	San Jose, CA	ION TELEVISION LICENSE, LLC	BALCDT-20201013ADI
KOPX-TV	2566	Oklahoma City, OK	ION TELEVISION LICENSE, LLC	BALCDT-20201013ACQ
KPPX-TV	26655	Tolleson, AZ	ION TELEVISION LICENSE, LLC	BALCDT-20201013ACR
KPXC-TV	68695	Denver, CO	ION TELEVISION LICENSE, LLC	BALCDT-20201013ACS
KPXE-TV	33337	Kansas City, MO	ION TELEVISION LICENSE, LLC	BALCDT-20201013ACT
KPXM-TV	35907	St. Cloud, MN	ION TELEVISION LICENSE, LLC	BALCDT-20201013ADJ
KPXO-TV	77483	Kaneohe, HI	ION TELEVISION LICENSE, LLC	BALCDT-20201013ACU
WCLJ-TV	68007	Bloomington, IN	ION TELEVISION LICENSE, LLC	BALCDT-20201013ACV
WDLI-TV	67893	Canton, OH	ION TELEVISION LICENSE, LLC	BALCDT-20201013ACW
WGPX-TV	65074	Burlington, NC	ION TELEVISION LICENSE, LLC	BALCDT-20201013ACX
WHPX-TV	51980	New London, CT	ION TELEVISION LICENSE, LLC	BALCDT-20201013ACY
WIPX-TV	10253	Bloomington, IN	ION TELEVISION LICENSE, LLC	BALCDT-20201013ACZ
WPPX-TV	51984	Wilmington, DE	ION TELEVISION LICENSE, LLC	BALCDT-20201013ADH
WPXJ-TV	2325	Batavia, NY	ION TELEVISION LICENSE, LLC	BALCDT-20201013ADA
WPXP-TV	27290	Lake Worth, FL	ION TELEVISION LICENSE, LLC	BALCDT-20201013ADB
WPXX-TV	21726	Memphis, TN	ION TELEVISION LICENSE, LLC	BALCDT-20201013ADC
WUPX-TV	23128	Richmond, VA	ION TELEVISION LICENSE, LLC	BALCDT-20201013ADD
WVPX-TV	70491	Akron, OH	ION TELEVISION LICENSE, LLC	BALCDT-20201013ADE
WYPX-TV	13933	Amsterdam, NY	ION TELEVISION LICENSE, LLC	BALCDT-20201013ADF
WZPX-TV	71871	Battle Creek, MI	ION TELEVISION LICENSE, LLC	BALCDT-20201013ADG